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UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK

In re:	)	Chapter 11
	)	
DELPHI CORPORATION, et al.,	)	Case No. 05-44481 (RDD)
	)	
Debtors.	)	(Jointly Administered)

**SUPPLEMENT TO MOTION FOR ORDER ESTIMATING CLAIMS FOR  
PURPOSES OF VOTING ON PLAN OF REORGANIZATION**

Fiduciary Counselors Inc. ("FCI"), and its undersigned counsel, Buchanan Ingersoll & Rooney, PC, hereby submit this Supplement (the "Supplement") to FCI's *Motion For Order Estimating Claims For Purposes Of Voting On Plan Of Reorganization* (the "Estimation Motion", Docket No. 17539). In support hereof, FCI respectfully represents as follows:

1. At the time it filed the Estimation Motion, FCI did not have updated information from the Pension Plans<sup>1</sup> actuaries relating to the amount of the Debtors' due and unpaid

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Estimation Motion.

contributions to the Pension Plans. Such information is necessary for FCI to estimate the Pension Plans' Claims for purposes of voting on the Plan.

2. FCI has now received the necessary information from the Pension Plans' actuaries. As such, and based on that information, FCI seeks estimation of the Pension Plans' Claims in the following amounts for purposes of voting on the Plan:

Hourly Plan: \$0<sup>2</sup>

Salaried Plan: \$212,949,000.00

ASEC Plan: \$1,980,879.00

Mechatronic Plan: \$1,338,300.00

PHI Bargaining Plan: \$3,512,635.00

PHI Non-Bargaining Plan: \$7,784,055.00

3. Despite the fact that FCI is seeking estimation of the Pension Plan Claims for purposes of voting in the Class of general unsecured claims, FCI, on behalf of the Pension Plans, reserves all rights with respect to seeking administrative expense claim or other priority status for a portion or all of the Claim amounts. Based on the estimates of projected administrative claims contained in the Disclosure Statement, it seems clear that the Debtors do not and have not anticipated the Pension Plan Claims will constitute administrative expense claims.

**Notice**

4. Notice of this Supplement has been provided in accordance with the Modification Procedures Order dated June 16, 2009. FCI submits that no other or further notice is necessary.

WHEREFORE, FCI respectfully requests that this Court enter the order granting the Estimation Motion and such other relief as the Court deems just and proper.

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<sup>2</sup> As a result of transactions previously approved by this Court, and as described in some detail in the Plan and accompanying Disclosure Statement, the bulk of the unfunded liabilities of the Hourly Plan have been transferred to GM. As a result, the Hourly Plan's actuaries estimate that there currently are no due and unpaid contributions.

Dated: July 9, 2009

**BUCHANAN INGERSOLL & ROONEY PC**

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